

P98000087196



ACCOUNT NO. : 072100000032

REFERENCE : 992717 4391902

AUTHORIZATION : *Patricia Pujat*

COST LIMIT : \$ 78.75

ORDER DATE : October 12, 1998

ORDER TIME : 11:32 AM

ORDER NO. : 992717-005

CUSTOMER NO: 4391902

CUSTOMER: Adam Schiffman, Esq
ADAM R. SCHIFFMAN, P.A.
ADAM R. SCHIFFMAN, P.A.
Concorde Center II, Suite 900
2999 Northeast 191 Street
Aventura, FL 33180

800002661708--6

DOMESTIC FILING

NAME: VIRGIN INTERNATIONAL
PROPERTIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 2:33

RECEIVED
98 OCT 12 PM 12:05
DIVISION OF CORPORATIONS

EFFECTIVE DATE
10/9/98
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 2:33

VIRGIN INTERNATIONAL PROPERTIES, INC.

ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall be:

VIRGIN INTERNATIONAL PROPERTIES, INC.

The Corporation's address is:

2999 N.E. 191st Street
Suite 900
Aventura, Florida 33180

ARTICLE II

DURATION

The corporation shall commence its existence on October 9, 1998, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of the Corporation
is:

Adam R. Schiffman
2999 N.E. 191st Street
Suite 900
Aventura, Florida 33180

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator is:

Adam R. Schiffman
2999 N.E. 191st Street
Suite 900
Aventura, Florida 33180

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to
the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
9th day of October, 1998.

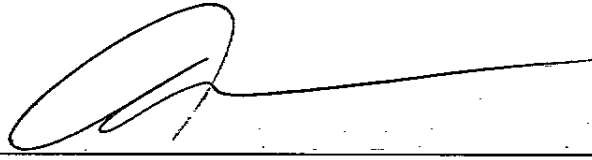


ADAM R. SCHIFFMAN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

DATED this 9th day of October, 1998.



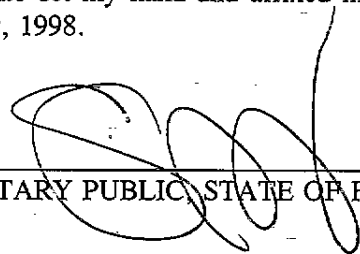
ADAM R. SCHIFFMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 2:33

STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared ADAM R. SCHIFFMAN, known to me and known to be the person who, as Incorporator and Registered Agent, executed the foregoing Articles of Incorporation of Virgin International Properties, Inc., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 9th day of October, 1998.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

